Notice of Exempt
Offering of Securities

SEC1972 (09/08)

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

OMB APPROVAL

OMB Number: 3235-0076

Expires: January 31, 2009

Estimated average burden hours per response: 4.00

Form D 1

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

Name dissure NanolVD, Inc.	Item 1. Issuer's Identity						
NanoVD, Inc. Jurisdiction of Incorporation/Organization Delaware Dela	Name of ssuer	Previous Nar	ne(s) 💟 None	Entity Type (Select one)			
Delaware Delaware Delaware Over five Years Ago Within Last Five Year	NanoIVD, Inc.	Trevousina					
Central Partnership Business Trust Construction Constructi	Jurisdiction of Incorporation/Organization	_	<u> PROCE</u>	Limited Partnership			
Vear of Incorporation/Organization Select one Over five Years Ago Within Last Five Years (specify year) Within Cast Five Years (specify year) Over five Years Ago Within Last Five Years (specify year) Within Cast Five Years Content of Specify Yet to Be Formed (specify year) Yet to Be Formed Street Address 1 Street Address 2 G37 Lucas Street, Suite 550 City Los Angeles Street Address 2 CA 90017 Street Address 2 Street Address 2 Item 3. Related Persons Last Name First Name Kim Sunnie Street Address 2 Street Address 2 Street Address 3 Street Address 4 Street Address 5 Street Address 5 Street Address 5 Street Address 5 Street Address 6 Street Address 7 Street Address 9 Park Kim Sunnie Street Address 9	Delaware	¬		II <u></u>			
Other Five Years Ago Within Last Five Years 2008 Yet to Be Formed			P WAX Y	1 <u></u>			
Over Five Years Ago Within Last Five Years (specify year)	• •		TUANTEAN	BENTER® ₩			
(If more than one issuer is filing this notice, check this box and identify additional issuer(s) by attaching items 1 and 2 Continuation Page(s).) Item 2. Principal Place of Business and Contact Information Street Address 1		Years 2000	Yet to Be Formed	MEQUERO Conclusion			
Street Address 1 Street Address 2			O				
Street Address 1 637 Lucas Street, Suite 550 Gity State/Province/Country ZIP/Postal Code Phore O9001224 Item 3. Related Persons Last Name First Name Middle Name Kim Sunnie Sunnie Park	(If more than one issuer is filing this notice, ch	neck this box 🔲 an	d identify additional issuer(s)	by attaching Items 1 and 2 Continuation Page(s).)			
Giy State/Province/Country ZIP/Postal Code Pho 09001224 Item 3. Related Persons	Item 2. Principal Place of Business	and Contact In	formation				
City State/Province/Country ZiP/Postal Code Pho 09001224	Street Address 1		Street Address 2				
City State/Province/Country ZiP/Postal Code Pho 09001224	637 Lucas Street Suite 550						
Item 3. Related Persons Street Address 2 Street Address 2 Street Address 3 Street Address 3 Street Address 4 Street Address 5 Street Address 5 Street Address 6 Street Address 7 Street Address 7 Street Address 8 Street Address 9 Stre		State/Province/Cr	nuntry 7IP/Postal Code	Pho			
Last Name				A CONTRACTOR OF THE PROPERTY O			
Last Name Kim Street Address 1 Street Address 2 FEB 1 2009 Manhattan Beach Relationship(s): Executive Officer Director Promoter Clarification of Response (if Necessary) Ildentify additional related persons by checking this box and attaching Item 3 Continuation Page(s).) Item 4. Industry Group Agriculture Banking and Financial Services Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Hedge Fund Private Equity Fund User Insurance Hospitals & Physicians Hedge Fund Private Equity Fund User Insurance Hospitals & Physicians Health Care Washington, DC FEB 1 1 2009 Washington, DC Construction REITS & Finance Residential Other Real Estate Construction Cod Mining Restaurants Technology Computers Technology Telecommunications Other Technology Health Care Wealth Care Washington, DC Construction REITS & Finance REITS & Finance Residential Other Energy Computers Technology Technology Computers Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Chert Travel Other Travel Other Travel Other Travel Other Travel	Los Angeles	<u>CA</u>	90017	09001224			
Sunnie Sunnie Sunnie Street Address 2 Str	Item 3. Related Persons						
Street Address 1 T20 Mathews Avenue	Last Name	First Nam	e	Middle Name			
Street Address 1 T720 Mathews Avenue	Kim	Sunnie		Park			
Tizo Mathews Avenue	Street Address 1		Street Address 2	CHIC Mail Deservation			
City State/Province/Country ZIP/Postal Code Manhattan Beach CA 90266 FER 1 2008	1720 Mathews Avenue			•			
Manhattan Beach	City	State/Province/Co	untry ZIP/Postal Code				
Relationship(s):	7	CA	90266	FEB 1 1 2009			
Clarification of Response (if Necessary)				Machinaton DC			
Clarification of Response (if Necessary)	Relationship(s): X Executive Officer	Director Pr	omoter				
Agriculture	Clarification of Response (if Necessary)						
Agriculture Banking and Financial Services Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investmen	(Identify additional related persons by checking this box 🔲 and attaching item 3 Continuation Page(s).)						
Banking and Financial Services Commercial Banking Insurance Investing Investment Banking Investment Banking Investment Banking If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Energy Electric Utilities Energy Conservation Coal Mining Environmental Services Coal Mining Environmental Services Other Energy Coal Mining Environmental Services Retailing Restaurants Technology Computers Technology Computers Telecommunications Other Technology Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel	Item 4. Industry Group (Select	one)					
Commercial Banking Insurance Investing Investment Banking Investment Banking Pooled Investment Fund If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Felectric Utilities Energy Conservation Other Inviting Environmental Services Retailing Restaurants Technology Computers Technology Computers Technology Computers Telecommunications Other Technology Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel Other Travel		O B	usiness Services	Construction			
Insurance Coal Mining Other Real Estate Investing Coal Mining Residential Other Real Estate Investment Banking Environmental Services Retailing Investment Fund Oil & Gas Restaurants If selecting this industry group, also select one fund type below and answer the question below: Health Care Biotechnology Other Energy Computers Investment Fund Health Insurance Health Insurance Health Insurance Investment Fund Fund Hospitals & Physicians Investment Company under the Investment Company under the Investment Company Act of 1940? Yes No No Manufacturing Investment Banking Other Real Estate Other Travel Investment Fund		E		REITS & Finance			
Investing Investment Banking Investment Fund Investment Banking Investment Banking Investment Banking Investment Fund Investment Banking Investment Fund Investment Banking Inves	<u> </u>	>	· .	Residential			
Investment Banking Pooled Investment Fund Oil & Gas If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Environmental Services Real Estate Retailing Restaurants Technology Computers Health Care Biotechnology Health Insurance Hospitals & Physicians Other Health Care Other Health Care Manufacturing Retailing Restaurants Technology Computers Travel Airlines & Airports Lodging & Conventions Tourism & Travel Other Travel	Ξ	>	<u></u>	Other Real Estate			
Pooled Investment Fund If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company under the Investment Company Act of 1940? Other Banking & Financial Services Poll & Gas Other Energy Computers Technology Computers Delecommunications Other Health Insurance Health Care Pharmaceuticals Other Health Care Other Health Care Manufacturing Real Estate	<u> </u>	>		Retailing			
If selecting this industry group, also select one fund type below and answer the question below: Hedge Fund Private Equity Fund Wenture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Other Energy Health Care Biotechnology Health Insurance Hospitals & Physicians Pharmaceuticals Other Health Care Other Travel Other Travel Other Travel	2	~	_	Restaurants			
type below and answer the question below: Hedge Fund Private Equity Fund Wenture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company under the Investment Company Act of 1940? Other Banking & Financial Services Health Care Biotechnology Health Insurance Hospitals & Physcians Pharmaceuticals Other Health Care Other Travel Other Travel	\circ	ect one fund					
Hedge Fund Private Equity Fund Health Insurance Venture Capital Fund Hospitals & Physicians Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Biotechnology Health Insurance Hospitals & Physicians Other Health Care Other Health Care Manufacturing Real Estate		low:	oalth Caro	<u> </u>			
Private Equity Fund Venture Capital Fund Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Health Insurance Health Insurance Hospitals & Physcians Other Health Care Other Health Care Other Health Care Manufacturing Real Estate	Hedge Fund		-	\subseteq			
Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? Other Banking & Financial Services Other Health Care Manufacturing Real Estate	<u> </u>	,	No. of the late to the contract of	<u> </u>			
Is the issuer registered as an investment company under the Investment Company Act of 1940? Yes No Manufacturing Other Banking & Financial Services Pharmaceuticals Other Health Care Manufacturing Other Banking & Financial Services Real Estate	×		Hospitals & Physcians				
company under the Investment Company Act of 1940? Yes No Manufacturing Other Banking & Financial Services Real Estate	9	(Pharmaceuticals	O Ladaina B Canvantiana			
Act of 1940? Yes No Manufacturing Other Travel Other Banking & Financial Services Real Estate	. -	(Other Health Care	پ ت			
Other Banking & Financial Services Real Estate		O V	lanufacturing /	\subseteq			
	Other Banking & Financial Services	,	5 6	Other			

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Item 5. Issuer Size (Select one) Revenue Range (for issuer not specifying "hedge" Aggregate Net Asset Value Range (for issuer or "other investment" fund in Item 4 above) specifying "hedge" or "other investment" fund in Item 4 above) OR No Revenues (•) No Aggregate Net Asset Value \$1 - \$1,000,000 \$1 - \$5,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 \$25,000,001 - \$100,000,000 \$50,000,001 - \$100,000,000 Over \$100,000,000 Over \$100,000,000 **Decline to Disclose Decline to Disclose** Not Applicable Not Applicable Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply) Investment Company Act Section 3(c) Rule 504(b)(1) (not (i), (ii) or (iii)) □ Section 3(c)(9) Section 3(c)(1) Rule 504(b)(1)(i) Section 3(c)(2) Section 3(c)(10) Rule 504(b)(1)(ii) Section 3(c)(3) Section 3(c)(11) Rule 504(b)(1)(iii) Section 3(c)(4) Section 3(c)(12) **Rule 505** Section 3(c)(13) Section 3(c)(5) **Rule 506** Section 3(c)(6) Section 3(c)(14) Securities Act Section 4(6) Section 3(c)(7) Item 7. Type of Filing New Notice Amendment OR Date of First Sale in this Offering: OR Item 8. Duration of Offering Does the issuer intend this offering to last more than one year? **⋉** Yes Item 9. Type(s) of Securities Offered (Select all that apply) X Equity Pooled Investment Fund Interests ☐ Tenant-in-Common Securities X Debt Mineral Property Securities Option, Warrant or Other Right to Acquire Other (Describe) Another Security Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security **Item 10. Business Combination Transaction** Is this offering being made in connection with a business combination ☐ Yes No IX transaction, such as a merger, acquisition or exchange offer? Clarification of Response (if Necessary)

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Item 11. Minimum Investment	
Minimum investment accepted from any outside investor \$ 0	
Item 12. Sales Compensation	
Recipient 4 Re	cipient CRD Number
	☐ No CRD Number
(Associated) Broker or Dealer X None (A	ssociated) Broker or Dealer CRD Number
	☐ No CRD Number
Street Address 1 Str	eet Address 2
City State/Province/Cou	intry ZIP/Postal Code
States of Solicitation All States	
☐ AL ☐ AK ☐ AZ ☐ AR ☐ CA ☐ CO ☐ CT ☐ IL ☐ IN ☐ IA ☐ KS ☐ KY ☐ LA ☐ ME	DE DC FL GA HI GID
MT NE NV NH NU NM NY	□NC □ND □OH □OK □OR □PA
RI CSC SD TN CTX CUT CVT	VA WA WV WI WY PR
(Identify additional person(s) being paid compensation be	y checking this box 🔲 and attaching Item 12 Continuation Page(s).)
Item 13. Offering and Sales Amounts	
(a) Total Offering Amount \$ 1,000,000	OR Indefinite
	On indennite
(b) Total Allibuilt Cold	
(c) Total Remaining to be Sold \$ (Subtract (a) from (b))	OR Indefinite
Clarification of Response (if Necessary)	
Item 14. Investors	
Check this box if securities in the offering have been or may be sold	to persons who do not qualify as accredited investors, and enter the
number of such non-accredited investors who already have invested in	the offering:
Enter the total number of investors who already have invested in the of	fering:
Item 15. Sales Commissions and Finders' Fees Expen	ses
Provide separately the amounts of sales commissions and finders' fees e check the box next to the amount.	expenses, if any. If an amount is not known, provide an estimate and
Sales	Commissions \$ 100,000 X Estimate
Clarification of Response (if Necessary)	Finders' Fees \$ Estimate
Issuer may find appropriate persons (promoters) in the future and sales commissions.	d pay

number.

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em 16. Use of Proceeds	·	. <u></u>
ovide the amount of the gross proceeds of the offering that has been ed for payments to any of the persons required to be named a rectors or promoters in response to Item 3 above. If the amount is a timate and check the box next to the amount.	as executive officers, \$ 100,000	Estimate
Clarification of Response (if Necessary)		
ignature and Submission		
Please verify the information you have entered and review t	he Terms of Submission below before signir	ng and submitting this notice.
Terms of Submission. In Submitting this notice, each	h identified issuer is:	
the State in which the issuer maintains its principal place of process, and agreeing that these persons may accept service such service may be made by registered or certified mail, in against the issuer in any place subject to the jurisdiction of activity in connection with the offering of securities that is provisions of: (i) the Securities Act of 1933, the Securities Example Company Act of 1940, or the Investment Advisers Act of 19 State in which the issuer maintains its principal place of but Certifying that, if the issuer is claiming a Rule 505 the reasons stated in Rule 505(b)(2)(iii).	ce on its behalf, of any notice, process or ple n any Federal or state action, administrative the United States, if the action, proceeding the subject of this notice, and (b) is founded schange Act of 1934, the Trust Indenture Ac 140, or any rule or regulation under any of the siness or any State in which this notice is file	eading, and further agreeing that proceeding, or arbitration brought or arbitration (a) arises out of any d, directly or indirectly, upon the t of 1939, the Investment lesse statutes; or (ii) the laws of the ed.
This undertaking does not affect any limits Section 102(a) of the 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to r "covered securities" for purposes of NSMIA, whether in all instance routinely require offering materials under this undertaking or other so under NSMIA's preservation of their anti-fraud authority.	equire information. As a result, if the securities the es or due to the nature of the offering that is the	at are the subject of this Form D are subject of this Form D, States cannot
Each identified issuer has read this notice, knows the conte undersigned duly authorized person. (Check this box in Item 1 above but not represented by signer below.)	ents to be true, and has duly caused this not and attach Signature Continuation Pages fo	ice to be signed on its behalf by the or signatures of issuers identified
lssuer(s)	Name of Signer	
NanolVD, Inc.	Sunnie P. Kim	
Signature	Title	
5miP/C	President and CEO	
Number of continuation pages attached: 0		Date
Number of continuation pages attached: 0		January 27, 2009

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB

END Form D 4